

EXHIBIT EE

US Bankruptcy Court - New York
Lehman Brothers v. JPMorgan

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

CHAPTER 11

IN RE: LEHMAN BROTHERS HOLDINGS INC., et al,
Debtors.

Case No. 08-13555 (JMP)

LEHMAN BROTHERS HOLDINGS INC. AND OFFICIAL
COMMITTEE OF UNSECURED CREDITORS OF LEHMAN
BROTHERS HOLDINGS INC., et al.,
Plaintiff and Plaintiff Intervenor,

v.

JPMORGAN CHASE BANK, N.A.,
Defendant.

Adversary Proceeding No. 10-03266 (JMP)

VIDEO DEPOSITION OF
Alan Kaplan
June 7, 2011
New York, New York
Lead: Emil Kleinhaus, Esquire
Firm: Wachtell Lipton Rosen & Katz

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CONFIDENTIALITY AGREEMENT

It is hereby agreed between the parties, on
May 3, 2011, that each deposition transcript
and exhibits be marked as follows:

1. All deposition transcripts will be designated as
Highly Confidential for a period of 30 days
following the deposition.
2. Within that 30-day period, the parties will
exchange letters designating the portions of the
transcript and exhibits that will be
Confidential, Highly Confidential, or Not
Confidential.
3. In the event that a subsequent designation is
not made within 30 days, the transcript will be
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that deposition will maintain whatever
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had.

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1 **Q. Have you ever worked on tri-party**
2 **repo transactions?**

3 A. I've worked in them, certainly at
4 Barclays, but only in the sense of, you know,
5 sort of relatively standard industry
6 documentation, which, in our case, typically
7 our tri-party agent was Bank of New York. So
8 I've seen the Bank of New York documents, and
9 I've been involved in putting those in place
10 with some counterparties. You know, the
11 transactions themselves tend to be, from a
12 legal point of view, much more operational.
13 And once the documents are in place, legal has
14 very little to do with them.

15 **Q. Okay. Let's talk about your**
16 **employment at Barclays.**

17 **When did you start there, and what**
18 **positions have you held?**

19 A. I started in September 2000, and my
20 role at that time was -- I came in as deputy
21 general counsel Americas, and also the title of
22 "director." And as of January 1st this year,
23 I'm still deputy general counsel. I'm also
24 managing director.

25 **Q. And what type of work have you done**

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1 **Q. Okay. What -- what do you know about**
2 **it?**

3 A. Yeah, this was a -- I believe this
4 was a lawsuit relating to a couple of Bear
5 Stearns funds.

6 **Q. And what do you know about that**
7 **lawsuit?**

8 A. There's a lawsuit which -- which
9 Barclays had brought I believe against the
10 funds and some individual employees of Bear
11 Stearns and I believe against some Bear Stearns
12 itself, and some Bear Stearns entities,
13 relating to alleged fraud in connection with
14 some investments that Barclays made into those
15 funds.

16 **Q. What was your role in that lawsuit,**
17 **if any?**

18 A. I didn't -- didn't have a particular
19 role in that lawsuit.

20 **Q. Did you do any supervision of it?**

21 A. No. I mean, I -- I -- I was --
22 probably had some information about it, but I
23 wasn't particularly involved in the lawsuit,
24 and not -- nor supervising it, no.

25 **Q. Do you have any understanding of**

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1 approximately how much Barclays had claimed in
2 damages for that lawsuit?

3 And it's the one that -- that gets
4 dismissed as part of the mutual release in the
5 services and settlement agreement.

6 A. I believe it was several hundred
7 million dollars, possibly 400 million.

8 Q. Who else at Barclays had any
9 involvement in that lawsuit?

10 A. Jonathan Hughes.

11 Q. Anyone else?

12 A. I believe one of our litigators
13 Carolina de Onis.

14 Q. Can you spell the last name?

15 A. D-e O-n-i-s.

16 Q. Anyone else from Barclays had any
17 involvement in that lawsuit?

18 A. I mean, there would have been other
19 people in -- in management who were taking an
20 interest involved with the lawsuit.

21 Q. Who do you know of in -- in
22 management who also had an interest in the
23 lawsuit that was released as part of the
24 services and settlement agreement?

25 A. Management at Barclays or Bear

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1 Stearns?

2 **Q. Let's go with Barclays.**

3 A. Yeah, I'm not -- I'm not sure exactly
4 who was involved.

5 I'm also not sure whether the release
6 would be going to their activities or not.

7 **Q. Do you know of anyone who was**
8 **involved in the management side related to the**
9 **Bear Stearns lawsuit that was released --**
10 **sorry, that was dismissed?**

11 A. It's a question of who -- who was
12 involved in the management side? I mean --

13 **Q. Yes.**

14 A. -- I mean, it went up to our, you
15 know, very senior management. It was a very
16 high profile, important case. I mean, didn't
17 sue another bank lightly.

18 **Q. What -- what makes you say that it**
19 **was an -- an important case?**

20 A. Because of the amounts of money
21 involved there, we kept reputational issues on
22 both sides and all.

23 **Q. So do you know why Barclays agreed to**
24 **dismiss the lawsuit on September 22nd as part**
25 **of a mutual release related to disputes about a**

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CERTIFICATE

STATE OF NEW YORK
COUNTY OF NEW YORK

I, Mark Iuzzolino, a Realtime
Reporter within and for the State of New
York, do hereby certify:

That ALAN KAPLAN the witness whose
deposition is hereinbefore set forth, was
duly sworn by me and that such deposition
is a true record of the testimony given by
the witness.

I further certify that I am not
related to any of the parties to this
action by blood or marriage, and that I am
in no way interested in the outcome of
this matter.

IN WITNESS WHEREOF, I have hereunto
set my hand this ____ day of _____,
2011.



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1 INSTRUCTIONS FOR ERRATA

2
3
4 NOTARY PUBLIC SIGNATURE

5 Not required unless agreed upon by counsel that
6 notary public signature is required.
7

8
9 Please return a copy of the signed
10 errata within 30 days of receipt, unless
11 otherwise agreed upon by counsel. Once we
12 receive the signed errata, we will distribute
13 an electronic copy to all parties.
14

15
16 RETURN A SIGNED COPY VIA FAX, EMAIL OR MAIL TO:

17 FAX: 1-800-825-9055

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20
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1 NOTICE TO READ & SIGN

2
3 This transcript was electronically distributed
4 to BOIES SCHILLER on June 21, 2011
5 to forward to witness.
6

7 ACKNOWLEDGMENT OF DEPONENT

8
9 I, Alan Kaplan, do hereby certify
10 that I have read the foregoing pages and that
11 the same is a correct transcription of the
12 answers given by me to the questions therein
13 propounded, except for the corrections or
14 changes in form or substance, if any,
15 noted in the attached Errata Sheet.
16

17 _____
18 (DATE) Alan Kaplan
19

20
21 Signed and subscribed to before me this
22 ____ day of _____, 2011.
23

24 _____
25 Notary Public

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